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Attorneys for Defendant
Leap Wireless International, Inc.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA

HCL PARTNERS LIMITED PARTNERSHIP, on
behalf of itself and all others similarly situated,

Plaintiff,

v.

LEAP WIRELESS INTERNATIONAL, INC.,
S. DOUGLAS HUTCHESON, AMIN I. KHALIFA,
GRANT A. BURTON, MICHAEL B. TARGOFF,
JOHN D. HARKEY, ROBERT V. LaPENTA, and
PRICEWATERHOUSECOOPERS, LLP,

Defendants.

KENT CHARMICHAEL, Individually and on behalf
of all others similarly situated,

Plaintiff,

v.

LEAP WIRELESS INTERNATIONAL, INC., *et al.*,

Defendants.

LEAD CASE NO. 07-CV-2245 (BTM)
(NLS)
Consolidated with Case No. 08-CV-
0128 (BTM) (NLS)

CLASS ACTION

**PROOF OF SERVICE OF
DEFENDANT LEAP WIRELESS
INTERNATIONAL, INC.'S
MOTION TO DISMISS THE
CONSOLIDATED CLASS ACTION
COMPLAINT**

Hearing Date: November 21, 2008
Hearing Time: 11:00 a.m.
Courtroom: 15

The Honorable Barry Ted Moskowitz,
United States District Court Judge

No Oral Argument Unless Requested By
Court

PROOF OF SERVICE

I am employed in the County of San Diego, State of California. I am over the age of 18 years and not a party to this action. My business address is Latham & Watkins LLP, 600 West Broadway, Suite 1800, San Diego, CA 92101-3375.

On August 28, 2008, I served the following document described as:

DEFENDANT LEAP WIRELESS INTERNATIONAL, INC.'S NOTICE OF MOTION AND MOTION TO DISMISS THE CONSOLIDATED CLASS ACTION COMPLAINT;

DEFENDANT LEAP WIRELESS INTERNATIONAL, INC.'S MEMORANDUM OF POINTS AND AUTHORITIES IN SUPPORT OF MOTION TO DISMISS THE CONSOLIDATED CLASS ACTION COMPLAINT;

DECLARATION OF WENDY P. HARPER IN SUPPORT OF DEFENDANT LEAP WIRELESS INTERNATIONAL, INC.'S MOTION TO DISMISS THE CONSOLIDATED CLASS ACTION COMPLAINT; and

DEFENDANT LEAP WIRELESS INTERNATIONAL, INC.'S REQUEST FOR JUDICIAL NOTICE IN SUPPORT OF MOTION TO DISMISS THE CONSOLIDATED CLASS ACTION COMPLAINT;

by serving a true copy of the above-described document in the following manner:

BY ELECTRONIC FILING

I am familiar with the United States District Court, Southern District of California's practice for collecting and processing electronic filings. Under that practice, documents are electronically filed with the court. The court's CM/ECF system will generate a Notice of Electronic Filing (NEF) to the filing party, the assigned judge, and any registered users in the case. The NEF will constitute service of the document. Registration as a CM/ECF user constitutes consent to electronic service through the court's transmission facilities. Under said practice, the following CM/ECF users were served:

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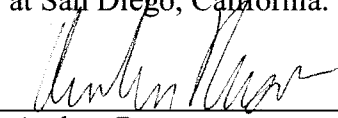
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I declare that I am employed in the office of a member of the Bar of, or permitted to practice before, this Court at whose direction the service was made and declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on August 28, 2008, at San Diego, California.



Andrea Rasco